

### Certification of Trust

The trustee of the Sugar Britches Trust declares as follows:

#### Part 1. Existence and Name of Trust/Settlor

Charles R. Wade, called the Settlor, created a revocable living trust, known as the Sugar Britches Trust, by Declaration of Trust dated 16<sup>th</sup> July 2010. This trust has not been revoked, modified or amended in such a way that would contradict what is stated in this Certification of Trust and remains in full force and effect.

Settlor's address is 3155 Roseleigh Drive, Southaven, MS 38672.

#### Part 2. Amendment and Revocation

The Settlor may amend or revoke the Sugar Britches Trust at any time, without notifying any beneficiary. The power to revoke or amend the trust is personal to the Settlor. A conservator, guardian or other person shall not exercise it on behalf of the Settlor.

#### Part 3. Trustees

The following are currently acting trustees of the trust:

Charles R. Wade  
3155 Roseleigh Drive  
Southaven, MS 38672

Jesse I. Wade, Jr.  
15525 N. 83rd Way  
Suite 1  
Scottsdale, AZ 85620

Christine M. Wade  
3155 Roseleigh Drive  
Southaven, MS 38672

Jesse I. Wade, Sr.  
95A CR 206  
Abbeville, MS 38601

The trustees in office shall serve as trustees of all trusts created under the Declaration of Trust.

#### Part 4. Title to Trust Assets

Title to trust assets should be taken in the name of "Charles R. Wade, Trustee of the Sugar Britches Trust, dated 16 July 2010.

#### Part 5. Trustee's Management Powers and Duties

##### *Powers Under State Law*

The trustee shall have all authority and powers allowed or conferred on a trustee under Mississippi law, subject to the trustee's fiduciary duty to the Settlor and the beneficiaries.

##### *Specified Powers*

The trustee's powers include, but are not limited to:

- (a) To administer, invest and reinvest the Trust fund in any state or jurisdiction

\* Prepared by Nathan You  
3155 Roseleigh Dr  
Southaven MS 38672  
662-816-4800

and in any property (including investment companies and common Trust funds without the necessity of notice to beneficiaries) whether or not of a kind or in a proportion ordinarily considered suitable for Trust investments and whether or not productive or marketable. To make secured or unsecured loans and with respect to mortgages and other security held by the Trust, to modify the terms hereof, to release partially, to foreclose and to purchase at foreclosure sales. To permit all or any part of the Trust property to be held in the custody of a banking institution or brokerage house.

- (b) To participate in any reorganization, recapitalization, merger or similar transaction, to give proxies or power of attorney with or without power of substitution for voting upon any shares or certificate of interest belonging to the Trust.
- (c) To carry property of the Trust in the name of a nominee of any person, including that of the Trustees, or in any other form, without disclosing the existence of any Trust.
- (d) To make any payment or distribution directly to any beneficiary whether or not competent or to apply the same for his benefit and in the case of a minor to deposit the same in a savings bank in his/her name or to invest the same in custodianship or Trust for his/her benefit.
- (e) To determine in accordance with reasonable accounting practice what shall be chargeable to principal and what shall be chargeable to income, and in making that determination the Trustee may employ an accountant or attorney at law and rely upon his/her opinion.
- (f) To retain such reserves out of income as the Trustees deems proper for expenses, taxes, depreciation, and other liabilities of the Trust.
- (g) To settle by compromise or arbitration or otherwise inheritance taxes on future interests and any and all claims and demands in favor of or against or in any way relating to the Trust property upon such terms as the Trustee deems advisable.
- (h) To hold life insurance policies without any obligation for the payment of premiums. To insure for the benefit of any Trust hereunder or any share thereof the life of any person in whom a beneficiary has an insurable interest, said insurance to be in such amounts and on such terms as the Trustees may deem advisable, the premiums therefore to be paid from the principal of the Trust or of such share. The Trustee may not, however, pay premiums on policies of insurance on the life of the Settlor during such time as the Settlor is living and has no power of revocation or amendment hereunder. Any insurance owned by the Trust may be disposed of in such manner and at such times as the Trustees may determine whether by lapse, cancellation, or otherwise.
- (i) It is the Settlor's intention to give the Trustees wide discretion in matters of management of the Trust property and the foregoing enumeration of powers is not intended to exclude other powers reasonable incidental to such management.
- (j) Any trustee may sign or otherwise authenticate any document as needed to accomplish Trust business and may exercise said powers of the trustee

without necessity of consultation or express approval from other Trustees.

This Certification of Trust is being signed by the Settlor.

  
Charles R. Wade, Settlor and Trustee

Dated: 7-16-10

STATE OF MISSISSIPPI                     )  
   ) ss.  
COUNTY OF LAFAYETTE                 )

On 16<sup>th</sup> July 2010 before me, Charlotte Ogburn notary public in and for said state, personally appeared Charles R. Wade, personally known to me (or proved on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that she/he executed the same in her/his authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

NOTARY PUBLIC  
ID No. 91568  
My Comm Expires  
Oct 30, 2012  
LAWYETTE COUNTY  
STATE OF MISSISSIPPI

Charlotte S. Ogden  
Notary Public

My commission expires: 10/30/12